

\$860,065,863



FannieMae®

**Guaranteed REMIC Pass-Through Certificates
Fannie Mae REMIC Trust 2010-142**

The Certificates

We, the Federal National Mortgage Association (Fannie Mae), will issue the classes of certificates listed in the chart on this cover.

Payments to Certificateholder

We will make monthly payments on the certificates. You, the investor, will receive

- interest accrued on the balance of your certificate (except in the case of the accrual classes), and
- principal to the extent available for payment on your class.

We will pay principal at rates that may vary from time to time. We may not pay principal to certain classes for long periods of time.

The Fannie Mae Guaranty

We will guarantee that required payments of principal and interest on the certificates are available for distribution to investors on time.

The Trust and its Assets

The trust will own Fannie Mae MBS.

The mortgage loans underlying the Fannie Mae MBS are first lien, single-family, fixed-rate loans.

Carefully consider the risk factors on page S-7 of this prospectus supplement and starting on page 11 of the REMIC prospectus. Unless you understand and are able to tolerate these risks, you should not invest in the certificates.

You should read the REMIC prospectus as well as this prospectus supplement.

The certificates, together with interest thereon, are not guaranteed by the United States and do not constitute a debt or obligation of the United States or any agency or instrumentality thereof other than Fannie Mae.

The certificates are exempt from registration under the Securities Act of 1933 and are "exempted securities" under the Securities Exchange Act of 1934.

Class	Group	Original Class Balance	Principal Type(1)	Interest Rate	Interest Type(1)	CUSIP Number	Final Distribution Date
BA	1	\$225,000,000	SEQ/AD	4.0%	FIX	31398SEY5	November 2036
ZB	1	24,246,000	SEQ	4.0	FIX/Z	31398SKG7	December 2040
AP	2	6,856,000	PAC/AD	4.5	FIX	31398SKH5	August 2015
PA(2)	2	49,402,223	PAC/AD	2.0	FIX	31398SKJ1	May 2040
PF(2)	2	61,752,777	PAC/AD	(3)	FLT	31398SKK8	May 2040
PS(2)	2	61,752,777(4)	NTL	(3)	INV/IO	31398SKL6	May 2040
PL	2	6,000,000	PAC/AD	4.5	FIX	31398SKM4	December 2040
ZA	2	18,710,000	SUP	4.5	FIX/Z	31398SKN2	December 2040
DA(2)	3	35,725,556	PAC	2.0	FIX	31398SKP7	July 2040
DF(2)	3	28,580,444	PAC	(3)	FLT	31398SKQ5	July 2040
DS(2)	3	28,580,444(4)	NTL	(3)	INV/IO	31398SKR3	July 2040
DL	3	2,821,000	PAC	4.0	FIX	31398SKS1	December 2040
HF	3	9,248,666	SUP	(3)	FLT	31398SKT9	December 2040
HS	3	4,624,334	SUP	(3)	INV	31398SKU6	December 2040
FC	3	81,000,000	PT	(3)	FLT	31398SKV4	December 2040
SC	3	81,000,000(4)	NTL	(3)	INV/IO	31398SKW2	December 2040
FM	4	123,465,863	PT	(3)	FLT	31398SKX0	December 2040
SM	4	123,465,863(4)	NTL	(3)	INV/IO	31398SKY8	December 2040
AB	5	150,000,000	SEQ	4.0	FIX	31398SKZ5	June 2038
VA(2)	5	10,290,000	SEQ/AD	4.0	FIX	31398SLA9	October 2023
AV(2)	5	6,970,000	SEQ/AD	4.0	FIX	31398SLB7	November 2029
AZ(2)	5	15,373,000	SEQ	4.0	FIX/Z	31398SLC5	December 2040
R		0	NPR	0	NPR	31398SLD3	December 2040
RL		0	NPR	0	NPR	31398SLE1	December 2040

- (1) See "Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*" in the REMIC prospectus.
(2) Exchangeable classes.
(3) Based on LIBOR.
(4) Notional balances. These classes are interest only classes. See page S-5 for a description of how their notional balances are calculated.

If you own certificates of certain classes, you can exchange them for certificates of the corresponding RCR classes to be delivered at the time of exchange. The PB, PC, PD, PE, PG, DB, DC, DE, DG, AY and VB Classes are the RCR classes. For a more detailed description of the RCR classes, see Schedule 1 attached to this prospectus supplement and "Description of the Certificates—The Certificates—*Combination and Recombination*" in the REMIC prospectus.

The dealer will offer the certificates listed above from time to time in negotiated transactions at varying prices. We expect the settlement date to be November 30, 2010.



Deutsche Bank Securities

The date of this Prospectus Supplement is November 22, 2010

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AVAILABLE INFORMATION

You should purchase the certificates only if you have read and understood this prospectus supplement and the following documents (the “Disclosure Documents”):

- our Prospectus for Fannie Mae Guaranteed REMIC Pass-Through Certificates dated May 1, 2010 (the “REMIC Prospectus”);
- our Prospectus for Fannie Mae Guaranteed Pass-Through Certificates (Single-Family Residential Mortgage Loans) dated
 - June 1, 2009, for all MBS issued on or after January 1, 2009,
 - April 1, 2008, for all MBS issued on or after June 1, 2007 and prior to January 1, 2009, or
 - January 1, 2006, for all other MBS(as applicable, the “MBS Prospectus”); and
- any information incorporated by reference in this prospectus supplement as discussed below and under the heading “Incorporation by Reference” in the REMIC Prospectus.

For a description of current servicing policies generally applicable to existing Fannie Mae MBS pools, see “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus dated June 1, 2009.

The MBS Prospectus is incorporated by reference in this prospectus supplement. This means that we are disclosing information in that document by referring you to it. That document is considered part of this prospectus supplement, so you should read this prospectus supplement, and any applicable supplements or amendments, together with that document.

You can obtain copies of the Disclosure Documents by writing or calling us at:

Fannie Mae
MBS Helpline
3900 Wisconsin Avenue, N.W., Area 2H-3S
Washington, D.C. 20016
(telephone 1-800-237-8627).

In addition, the Disclosure Documents, together with the class factors, are available on our corporate Web site at www.fanniemae.com.

You also can obtain copies of the REMIC Prospectus and the MBS Prospectus by writing or calling the dealer at:

Deutsche Bank Securities Inc.
Syndicate Operations
60 Wall Street
New York, NY 10005
(telephone 212-469-5000).

SUMMARY

This summary contains only limited information about the certificates. Statistical information in this summary is provided as of November 1, 2010. You should purchase the certificates only after reading this prospectus supplement and each of the additional disclosure documents listed on page S-3. In particular, please see the discussion of risk factors that appears in each of those additional disclosure documents.

Assets Underlying Each Group of Classes

<u>Group</u>	<u>Assets</u>
1	Group 1 MBS
2	Group 2 MBS
3	Group 3 MBS
4	Group 4 MBS
5	Group 5 MBS

Group 1, Group 2, Group 3, Group 4 and Group 5

Characteristics of the MBS

	<u>Approximate Principal Balance</u>	<u>Pass- Through Rate</u>	<u>Range of Weighted Average Coupons or WACs (annual percentages)</u>	<u>Range of Weighted Average Remaining Terms to Maturity or WAMs (in months)</u>
Group 1 MBS	\$249,246,000	4.00%	4.25% to 6.50%	241 to 360
Group 2 MBS	\$142,721,000	4.50%	4.75% to 7.00%	241 to 360
Group 3 MBS	\$162,000,000	5.50%	5.75% to 8.00%	241 to 360
Group 4 MBS	\$123,465,863	7.00%	7.25% to 9.50%	241 to 360
Group 5 MBS	\$182,633,000	4.00%	4.25% to 6.50%	241 to 360

Assumed Characteristics of the Underlying Mortgage Loans

	<u>Principal Balance</u>	<u>Original Term to Maturity (in months)</u>	<u>Remaining Term to Maturity (in months)</u>	<u>Loan Age (in months)</u>	<u>Interest Rate</u>
Group 1 MBS	\$249,246,000	360	357	3	4.600%
Group 2 MBS	\$142,721,000	360	357	3	4.900%
Group 3 MBS	\$162,000,000	360	330	21	5.945%
Group 4 MBS	\$123,465,863	360	318	38	7.610%
Group 5 MBS	\$182,633,000	360	357	3	4.600%

The actual remaining terms to maturity, loan ages and interest rates of most of the mortgage loans underlying the MBS will differ from those shown above, perhaps significantly.

Settlement Date

We expect to issue the certificates on November 30, 2010.

Distribution Dates

We will make payments on the certificates on the 25th day of each calendar month, or on the next business day if the 25th day is not a business day.

Record Date

On each distribution date, we will make each monthly payment on the certificates to holders of record on the last day of the preceding month.

Book-Entry and Physical Certificates

We will issue the classes of certificates in the following forms:

Fed Book-Entry

All classes other than the R and RL Classes

Physical

R and RL Classes

Exchanging Certificates Through Combination and Recombination

If you own certificates of a class designated as “exchangeable” on the cover of this prospectus supplement, you will be able to exchange them for a proportionate interest in the related RCR certificates. Schedule 1 lists the available combinations of the certificates eligible for exchange and the related RCR certificates. You can exchange your certificates by notifying us and paying an exchange fee. We will deliver the RCR certificates upon such exchange.

We will apply principal and interest payments from exchanged REMIC certificates to the corresponding RCR certificates, on a pro rata basis, following any exchange.

Interest Rates

During each interest accrual period, the fixed rate classes will bear interest at the applicable annual interest rates listed on the cover of this prospectus supplement or on Schedule 1.

During the initial interest accrual period, the floating rate and inverse floating rate classes will bear interest at the initial interest rates listed below. During each subsequent interest accrual period, the floating rate and inverse floating rate classes will bear interest based on the formulas indicated below, but always subject to the specified maximum and minimum interest rates:

<u>Class</u>	<u>Initial Interest Rate</u>	<u>Maximum Interest Rate</u>	<u>Minimum Interest Rate</u>	<u>Formula for Calculation of Interest Rate(1)</u>
PF	0.71%	6.50%	0.45%	LIBOR + 45 basis points
PS	5.79%	6.05%	0.00%	6.05% – LIBOR
DF	0.66%	6.50%	0.40%	LIBOR + 40 basis points
DS	5.84%	6.10%	0.00%	6.10% – LIBOR
HF	1.26%	6.00%	1.00%	LIBOR + 100 basis points
HS	9.48%	10.00%	0.00%	10% – (2 × LIBOR)
FC	0.66%	7.00%	0.40%	LIBOR + 40 basis points
SC	6.34%	6.60%	0.00%	6.60% – LIBOR
FM	0.73%	6.50%	0.47%	LIBOR + 47 basis points
SM	6.27%	6.53%	0.50%	6.53% – LIBOR

(1) We will establish LIBOR on the basis of the “BBA Method.”

Notional Classes

The notional principal balances of the notional classes will equal the percentages of the outstanding balances specified below immediately before the related distribution date:

Class

PS	100% of the PF Class
DS	100% of the DF Class
SC	100% of the FC Class
SM	100% of the FM Class

Distributions of Principal

For a description of the principal payment priorities, see “Description of the Certificates—Distributions of Principal” in this prospectus supplement.

Weighted Average Lives (years)*

Group 1 Classes			PSA Prepayment Assumption									
			0%	100%	288%	500%	750%	1000%				
BA			16.2	8.0	4.2	2.8	2.1	1.7				
ZB			28.1	23.0	14.2	9.1	6.2	4.6				
Group 2 Classes			PSA Prepayment Assumption									
			0%	100%	150%	200%	250%	500%	800%	1200%		
AP			1.5	0.7	0.6	0.6	0.6	0.6	0.6			
PA, PF, PS, PB, PC, PD, PE and PG			15.3	7.3	6.4	6.4	6.4	3.8	2.6	1.9		
PL			24.2	21.1	21.1	21.1	21.1	12.0	7.3	4.5		
ZA			27.2	21.0	18.0	10.9	2.7	1.0	0.7	0.5		
Group 3 Classes			PSA Prepayment Assumption									
			0%	100%	150%	200%	250%	500%	800%	1200%	1600%	2000%
DA, DF, DS, DB, DC, DE and DG			18.4	7.1	5.5	5.5	5.5	2.9	1.7	1.0	0.6	0.3
DL			27.7	20.7	20.7	20.7	20.7	11.6	6.6	3.6	1.7	0.3
HF and HS			29.0	21.8	16.9	8.3	2.0	0.5	0.3	0.2	0.1	0.1
FC and SC			20.5	10.1	8.0	6.5	5.5	2.8	1.6	0.9	0.5	0.2
Group 4 Classes			PSA Prepayment Assumption									
			0%	100%	250%	523%	800%	1100%	1500%	1800%		
FM and SM			21.3	10.1	5.4	2.6	1.5	0.9	0.5	0.1		
Group 5 Classes			PSA Prepayment Assumption									
			0%	100%	288%	500%	750%	1000%				
AB			17.6	8.0	3.9	2.6	1.9	1.6				
VA			7.0	7.0	6.4	4.8	3.6	2.9				
AV			16.0	16.0	10.1	6.5	4.5	3.5				
AZ			28.8	23.5	14.8	9.5	6.4	4.7				
AY			28.8	23.5	13.4	8.2	5.5	4.1				
VB			10.6	10.6	7.9	5.5	4.0	3.1				

* Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

ADDITIONAL RISK FACTORS

Our purchases of delinquent loans from our single-family MBS trusts may result in increased rates of principal payments on your certificates. On February 10, 2010, we announced that we intend to increase significantly our purchases of delinquent loans from our single-family MBS trusts. If the MBS directly or indirectly backing your certificates hold delinquent loans, those MBS could as a result experience increased prepayments. In turn, this may result in an increase in the rate of principal payments on your certificates. You should refer to the MBS Prospectus for further information about our option to purchase delinquent loans from MBS pools and to our Web site at www.fanniemae.com for further information about our intention to increase our purchases of delinquent loans from our single-family MBS trusts.

“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally. The pools underlying the Group 1 MBS, Group 2 MBS and Group 5 MBS have been designated as pools that include “jumbo-conforming” or “high-balance” mortgage loans. There is limited historical performance data regarding prepayment rates for jumbo-conforming and high-balance mortgage loans. If prevailing mortgage rates decline, borrowers with jumbo-conforming and high-balance mortgage loans may be more likely to refinance their mortgage loans

than borrowers with conforming balance loans. This is because a relatively small reduction in the interest rate of a jumbo-conforming and high-balance mortgage loan can have a greater impact on the borrower’s monthly payment than a similar interest rate change for a conforming balance loan.

Furthermore, jumbo-conforming and high-balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively high rates of default in the event of adverse economic conditions. Defaults on jumbo-conforming and high-balance mortgage loans will result in larger prepayments to investors than defaults on conforming balance loans.

On the other hand, if any of the statutes authorizing our purchase of jumbo-conforming and high-balance mortgage loans are allowed to expire, or new legislation is enacted by the federal government that removes this authority, borrowers with jumbo-conforming and high-balance mortgage loans may find refinancing these loans more difficult. In such event, borrowers with jumbo-conforming and high-balance mortgage loans may be less likely to refinance their mortgage loans than borrowers with conforming balance loans.

As a result of these factors, the Group 1 Classes, Group 2 Classes and Group 5 Classes may receive payments of principal more quickly or more slowly than expected, and the weighted average lives and yields of those Classes may be affected, perhaps significantly.

DESCRIPTION OF THE CERTIFICATES

The material under this heading describes the principal features of the Certificates. You will find additional information about the Certificates in the other sections of this prospectus supplement, as well as in the additional Disclosure Documents and the Trust Agreement. If we use a capitalized term in this prospectus supplement without defining it, you will find the definition of that term in the applicable Disclosure Document or in the Trust Agreement.

General

Structure. We will create the Fannie Mae REMIC Trust specified on the cover of this prospectus supplement (the “Trust”) pursuant to a trust agreement dated as of May 1, 2010 and a supplement thereto dated as of November 1, 2010 (the “Issue Date”). We will issue the Guaranteed REMIC Pass-Through Certificates (the “REMIC Certificates”) pursuant to that trust agreement and supplement. We will issue the Combinable and Recombinable REMIC Certificates (the “RCR Certificates” and, together with the REMIC Certificates, the “Certificates”) pursuant to a separate trust agreement

dated as of May 1, 2010 and a supplement thereto dated as of the Issue Date (together with the trust agreement and supplement relating to the REMIC Certificates, the “Trust Agreement”). We will execute the Trust Agreement in our corporate capacity and as trustee (the “Trustee”). In general, the term “Classes” includes the Classes of REMIC Certificates and RCR Certificates.

The assets of the Trust will include five groups of Fannie Mae Guaranteed Mortgage Pass-Through Certificates (the “Group 1 MBS,” “Group 2 MBS,” “Group 3 MBS,” “Group 4 MBS” and “Group 5 MBS,” and together, the “MBS”).

Each MBS represents a beneficial ownership interest in a pool of first lien, one-to four-family (“single-family”), fixed-rate residential mortgage loans (the “Mortgage Loans”) having the characteristics described in this prospectus supplement.

The Trust will include the “Lower Tier REMIC” and “Upper Tier REMIC” as “real estate mortgage investment conduits” (each, a “REMIC”) under the Internal Revenue Code of 1986, as amended (the “Code”).

The following chart contains information about the assets, the “regular interests” and the “residual interests” of each REMIC. The REMIC Certificates other than the R and RL Classes are collectively referred to as the “Regular Classes” or “Regular Certificates,” and the R and RL Classes are collectively referred to as the “Residual Classes” or “Residual Certificates.”

<u>REMIC Designation</u>	<u>Assets</u>	<u>Regular Interests</u>	<u>Residual Interest</u>
Lower Tier REMIC	MBS	Interests in the Lower Tier REMIC other than the RL Class (the “Lower Tier Regular Interests”)	RL
Upper Tier REMIC	Lower Tier Regular Interests	All Classes of REMIC Certificates other than the R and RL Classes	R

Fannie Mae Guaranty. For a description of our guaranties of the Certificates and the MBS, see the applicable discussions appearing under the heading “Fannie Mae Guaranty” in the REMIC Prospectus and the MBS Prospectus. Our guaranties are not backed by the full faith and credit of the United States.

Characteristics of Certificates. Except as specified below, we will issue the Certificates in book-entry form on the book-entry system of the U.S. Federal Reserve Banks. Entities whose names appear on the book-entry records of a Federal Reserve Bank as having had Certificates deposited in their accounts are “Holders” or “Certificateholders.”

We will issue the Residual Certificates in fully registered, certificated form. The “Holder” or “Certificateholder” of a Residual Certificate is its registered owner. A Residual Certificate can be transferred at the corporate trust office of the Transfer Agent, or at the office of the Transfer Agent in New York, New York. U.S. Bank National Association in Boston, Massachusetts will be the initial Transfer Agent. We may impose a service charge for any registration of transfer of a Residual Certificate and may require payment to cover any tax or other governmental charge. See also “—Characteristics of the Residual Classes” below.

Authorized Denominations. We will issue the Certificates in the following denominations:

<u>Classes</u>	<u>Denominations</u>
Interest Only and Inverse Floating Rate Classes	\$100,000 minimum plus whole dollar increments
All other Classes (except the R and RL Classes)	\$1,000 minimum plus whole dollar increments

The MBS

The MBS provide that principal and interest on the related Mortgage Loans are passed through monthly. The Mortgage Loans underlying the MBS are conventional, fixed-rate, fully-amortizing mortgage loans secured by first mortgages or deeds of trust on single-family residential properties. These Mortgage Loans have original maturities of up to 30 years.

In addition, the pools of mortgage loans backing the Group 1 MBS, Group 2 MBS and Group 5 MBS have been designated as pools that include “jumbo-conforming” or “high balance” mortgage loans as described further under “The Mortgage Loans—Special Feature Mortgage Loans—*Loans with Original Principal Balance that Exceed our Traditional Conforming Loan Limits*” in the MBS Prospectus dated June 1, 2009. For additional information about the pools underlying the Group 1 MBS, Group 2 MBS and Group 5 MBS, see the Final Data Statement for the Trust and the related prospectus supplement for each MBS. See also “Additional Risk Factors—*“Jumbo-conforming” and “high-balance” mortgage loans, which have original principal balances that exceed our traditional conforming loan limits, may prepay at different rates than conforming balance mortgage loans generally*” in this prospectus supplement.

For additional information, see “Summary—Group 1, Group 2, Group 3, Group 4 and Group 5—Characteristics of the MBS” and “—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement and “The Mortgage Pools” and “Yield, Maturity, and Prepayment Considerations” in the MBS Prospectus.

Distributions of Interest

General. The Certificates will bear interest at the rates specified in this prospectus supplement. Interest to be paid on each Certificate (or added to principal, in the case of the Accrual Classes) on a Distribution Date will consist of one month’s interest on the outstanding balance of that Certificate immediately prior to that Distribution Date. For a description of the Accrual Classes, see “—*Accrual Classes*” below.

Delay Classes and No-Delay Classes. The “delay” Classes and “no-delay” Classes are set forth in the following table:

<u>Delay Classes</u>	<u>No-Delay Classes</u>
Fixed Rate Classes and the HF and HS Classes	All other Floating Rate and Inverse Floating Rate Classes

See “Description of the Certificates—The Certificates—*Distributions on Certificates—Interest Distributions*” in the REMIC Prospectus.

Accrual Classes. The ZB, ZA and AZ Classes are Accrual Classes. Interest will accrue on each Accrual Class at the applicable annual rate specified on the cover of this prospectus supplement. However, we will not pay any interest on the Accrual Classes. Instead, interest accrued on each

Accrual Class will be added as principal to its principal balance on each Distribution Date. We will pay principal on the Accrual Classes as described under “—Distributions of Principal” below.

Distributions of Principal

On the Distribution Date in each month, we will make payments of principal on the Certificates as described below.

- *Group 1*

The ZB Accrual Amount to BA until retired, and thereafter to ZB.

} Accretion
Directed
Class and
Accrual Class

The Group 1 Cash Flow Distribution Amount to BA and ZB, in that order, until retired.

} Sequential
Pay Classes

The “ZB Accrual Amount” is any interest then accrued and added to the principal balance of the ZB Class.

The “Group 1 Cash Flow Distribution Amount” is the principal then paid on the Group 1 MBS.

- *Group 2*

The ZA Accrual Amount to Aggregate Group I to its Planned Balance, and thereafter to ZA.

} Accretion
Directed/PAC
Group and
Accrual Class

The Group 2 Cash Flow Distribution Amount in the following priority:

1. To Aggregate Group I to its Planned Balance.

} PAC Group

2. To ZA until retired.

} Support Class

3. To Aggregate Group I to zero.

} PAC Group

The “ZA Accrual Amount” is any interest then accrued and added to the principal balance of the ZA Class.

The “Group 2 Cash Flow Distribution Amount” is the principal then paid on the Group 2 MBS.

“Aggregate Group I” consists of the AP, PA, PF and PL Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group I as follows:

first, to AP until retired;

second, to PA and PF, pro rata, until retired; and

third, to PL until retired.

Aggregate Group I has a principal balance equal to the aggregate principal balance of the Classes included in Aggregate Group I.

- *Group 3*

The Group 3 Principal Distribution Amount as follows:

— 50% in the following priority:

first, to Aggregate Group II to its Planned Balance;

} PAC Group

second, to HF and HS, pro rata, until retired; and

} Support
Classes

third, to Aggregate Group II to zero, and

} PAC Group

— 50% to FC until retired.

} Pass-Through
Class

The “Group 3 Principal Distribution Amount” is the principal then paid on the Group 3 MBS.

“Aggregate Group II” consists of the DA, DF and DL Classes. On each Distribution Date, we will apply payments of principal of Aggregate Group II as follows:

first, to DA and DF, pro rata, until retired; and

second, to DL until retired.

Aggregate Group II has a principal balance equal to the aggregate principal balance of the Classes included in Aggregate Group II.

- *Group 4*

The Group 4 Principal Distribution Amount to FM until retired.

} Pass-Through
Class

The “Group 4 Principal Distribution Amount” is the principal then paid on the Group 4 MBS.

- *Group 5*

The AZ Accrual Amount to VA and AV, in that order, until retired, and thereafter to AZ.

} Accretion
Directed
Classes and
Accrual Class

The Group 5 Cash Flow Distribution Amount to AB, VA, AV and AZ, in that order, until retired.

} Sequential
Pay Classes

The “AZ Accrual Amount” is any interest then accrued and added to the principal balance of the AZ Class.

The “Group 5 Cash Flow Distribution Amount” is the principal then paid on the Group 5 MBS.

Structuring Assumptions

Pricing Assumptions. Except where otherwise noted, the information in the tables in this prospectus supplement has been prepared based on the following assumptions (the “Pricing Assumptions”):

- the Mortgage Loans underlying the MBS have the original terms to maturity, remaining terms to maturity, loan ages and interest rates specified under “Summary—Group 1, Group 2, Group 3, Group 4 and Group 5—Assumed Characteristics of the Underlying Mortgage Loans” in this prospectus supplement;
- the Mortgage Loans prepay at the constant percentages of PSA specified in the related tables;
- the settlement date for the Certificates is November 30, 2010; and
- each Distribution Date occurs on the 25th day of a month.

Prepayment Assumptions. The prepayment model used in this prospectus supplement is PSA. For a description of PSA, see “Yield, Maturity and Prepayment Considerations—Prepayment Models” in the REMIC Prospectus. It is highly unlikely that prepayments will occur at any *constant* PSA rate or at any other *constant* rate.

Principal Balance Schedules. The Principal Balance Schedules are set forth beginning on page B-1 of this prospectus supplement. The Principal Balance Schedules were prepared based on the Pricing Assumptions and the assumption that the related Mortgage Loans prepay at a *constant* rate

within the applicable “Structuring Ranges” specified in the chart below. The “Effective Range” for an Aggregate Group is the range of prepayment rates (measured by *constant* PSA rates) that would reduce that Aggregate Group to its scheduled balance each month based on the Pricing Assumptions. We have not provided separate schedules for the individual Classes included in the Aggregate Groups. However, those Classes are designed to receive principal distributions in the same fashion as if separate schedules had been provided (with schedules based on the same underlying assumptions that apply to the related Aggregate Group schedule). If such separate schedules had been provided for the individual Classes included in the Aggregate Groups, we expect that the effective ranges for those Classes would not be narrower than those shown below for the related Aggregate Groups.

<u>Groups</u>	<u>Structuring Ranges</u>	<u>Initial Effective Ranges</u>
Aggregate Group I Planned Balances	Between 150% and 250% PSA	Between 150% and 250% PSA
Aggregate Group II Planned Balances	Between 150% and 250% PSA	Between 150% and 250% PSA

The Aggregate Groups listed above consist of the following Classes:

Aggregate Group I AP, PA, PF and PL
Aggregate Group II DA, DF and DL

See “—Decrement Tables” below for the percentages of original principal balances of the individual Classes included in the Aggregate Groups that would be outstanding at various *constant* PSA rates, including the upper and lower bands of the applicable Structuring Ranges, based on the Pricing Assumptions.

We cannot assure you that the balance of either Aggregate Group will conform on any Distribution Date to the balance specified in the Principal Balance Schedules or that distributions of principal of either Aggregate Group will begin or end on the Distribution Dates specified in the Principal Balance Schedules.

If you are considering the purchase of a PAC Class, you should first take into account the considerations set forth below.

- We will distribute any excess of principal distributions over the amount necessary to reduce an Aggregate Group to its scheduled balance in any month. As a result, the likelihood of reducing an Aggregate Group to its scheduled balance each month will not be improved by the averaging of high and low principal distributions from month to month.
- Even if the related Mortgage Loans prepay at rates falling within a Structuring Range or an Effective Range, principal distributions may be insufficient to reduce the applicable Aggregate Groups to their scheduled balances each month if prepayments do not occur at a *constant* PSA rate.
- The actual Effective Ranges at any time will be based upon the actual characteristics of the related Mortgage Loans at that time, which are likely to vary (and may vary considerably) from the Pricing Assumptions. As a result, the actual Effective Ranges will likely differ from the Initial Effective Ranges specified above. For the same reason, the applicable Aggregate Groups might not be reduced to their scheduled balances each month even if the related Mortgage Loans prepay at a *constant* PSA rate within the applicable Initial Effective Ranges. This is so particularly if the rates fall at the lower or higher end of the applicable ranges.
- The actual Effective Ranges may narrow, widen or shift upward or downward to reflect actual prepayment experience over time.
- The principal payment stability of each Aggregate Group will be supported by one or more other Classes. When the related supporting Class or Classes are retired, the Aggregate Group receiving the benefit of that support, if still outstanding, may no longer have an Effective Range and will be much more sensitive to prepayments of the related Mortgage Loans.

Yield Tables for the Inverse Floating Rate Classes

The tables below illustrate the sensitivity of the pre-tax corporate bond equivalent yields to maturity of the applicable Classes to various constant percentages of PSA and to changes in the Index. **The tables below are provided for illustrative purposes only and are not intended as a forecast or prediction of the actual yields on the applicable Classes.** We calculated the yields set forth in the tables by

- determining the monthly discount rates that, when applied to the assumed streams of cash flows to be paid on the applicable Classes, would cause the discounted present values of the assumed streams of cash flows to equal the assumed aggregate purchase prices of those Classes, and
- converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations in the interest rates at which you could reinvest distributions on the Certificates. Accordingly, these calculations do not illustrate the return on any investment in the Certificates when reinvestment rates are taken into account.

We cannot assure you that

- the pre-tax yields on the applicable Certificates will correspond to any of the pre-tax yields shown here, or
- the aggregate purchase prices of the applicable Certificates will be as assumed.

In addition, it is unlikely that the Index will correspond to the levels shown here. Furthermore, because some of the Mortgage Loans are likely to have remaining terms to maturity shorter or longer than those assumed and interest rates higher or lower than those assumed, the principal payments on the Certificates are likely to differ from those assumed. This would be the case even if all Mortgage Loans prepay at the indicated constant percentages of PSA. Moreover, it is unlikely that

- the Mortgage Loans will prepay at a constant PSA rate until maturity,
- all of the Mortgage Loans will prepay at the same rate, or
- the level of the Index will remain constant.

The yields on the Inverse Floating Rate Classes will be sensitive in varying degrees to the rate of principal payments, including prepayments, of the related Mortgage Loans and to the level of the Index. The Mortgage Loans generally can be prepaid at any time without penalty. In addition, the rate of principal payments (including prepayments) of the Mortgage Loans is likely to vary, and may vary considerably, from pool to pool. As illustrated in the applicable tables below, it is possible that investors in the PS, DS, SC and SM Classes would lose money on their initial investments under certain Index and prepayment scenarios.

Changes in the Index may not correspond to changes in prevailing mortgage interest rates. It is possible that lower prevailing mortgage interest rates, which might be expected to result in faster prepayments, could occur while the level of the Index increased.

The information shown in the following yield tables has been prepared on the basis of the Pricing Assumptions and the assumptions that

- the interest rates for the Inverse Floating Rate Classes for the initial Interest Accrual Period are the rates listed in the table under “Summary—Interest Rates” in this prospectus supplement and for each following Interest Accrual Period will be based on the specified levels of the Index, and

- the aggregate purchase prices of those Classes (expressed in each case as a percentage of original principal balance) are as follows:

<u>Class</u>	<u>Price*</u>
PS	12.00000%
DS	14.87500%
HS	98.00000%
SC	16.00000%
SM	12.90625%

* The prices do not include accrued interest. Accrued interest has been added to the prices in calculating the yields set forth in the tables below.

In the following yield tables, the symbol * is used to represent a yield of less than (99.9)%.

**Sensitivity of the PS Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>							
	<u>50%</u>	<u>100%</u>	<u>150%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>	<u>1200%</u>
0.13%.....	50.4%	47.3%	44.4%	44.4%	44.4%	34.1%	17.7%	(5.3)%
0.26%.....	49.0%	45.9%	43.0%	43.0%	43.0%	32.5%	16.0%	(7.1)%
2.26%.....	28.6%	24.9%	21.7%	21.7%	21.7%	8.4%	(10.8)%	(36.3)%
4.26%.....	7.2%	2.5%	(0.6)%	(0.6)%	(0.6)%	(18.9)%	(42.5)%	(71.6)%
6.05%.....	*	*	*	*	*	*	*	*

**Sensitivity of the DS Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>									
	<u>50%</u>	<u>100%</u>	<u>150%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>	<u>1200%</u>	<u>1600%</u>	<u>2000%</u>
0.13%.....	36.4%	31.5%	26.3%	26.3%	26.3%	7.7%	(25.2)%	(80.9)%	*	*
0.26%.....	35.4%	30.5%	25.3%	25.3%	25.3%	6.6%	(26.3)%	(82.0)%	*	*
2.26%.....	20.0%	14.9%	9.8%	9.8%	9.8%	(11.3)%	(45.6)%	*	*	*
4.26%.....	3.7%	(2.2)%	(7.3)%	(7.3)%	(7.3)%	(32.3)%	(69.1)%	*	*	*
6.10%.....	*	*	*	*	*	*	*	*	*	*

**Sensitivity of the HS Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

<u>LIBOR</u>	<u>PSA Prepayment Assumption</u>									
	<u>50%</u>	<u>100%</u>	<u>150%</u>	<u>200%</u>	<u>250%</u>	<u>500%</u>	<u>800%</u>	<u>1200%</u>	<u>1600%</u>	<u>2000%</u>
0.13%.....	10.1%	10.1%	10.1%	10.3%	10.7%	13.0%	15.4%	19.1%	23.5%	29.4%
0.26%.....	9.8%	9.8%	9.8%	10.0%	10.5%	12.7%	15.2%	19.0%	23.4%	29.3%
2.26%.....	5.7%	5.7%	5.7%	5.8%	6.5%	9.1%	12.1%	16.5%	21.8%	28.9%
4.26%.....	1.6%	1.6%	1.6%	1.7%	2.5%	5.6%	9.0%	14.1%	20.3%	28.5%
5.00%.....	0.1%	0.1%	0.1%	0.2%	1.0%	4.3%	7.9%	13.2%	19.7%	28.3%

**Sensitivity of the SC Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

LIBOR	PSA Prepayment Assumption									
	50%	100%	150%	200%	250%	500%	800%	1200%	1600%	2000%
0.13%.....	38.4%	35.0%	31.4%	27.8%	24.2%	4.9%	(21.1)%	(63.9)%	*	*
0.26%.....	37.5%	34.0%	30.5%	26.9%	23.3%	4.1%	(21.9)%	(64.6)%	*	*
2.26%.....	23.4%	20.1%	16.7%	13.3%	9.8%	(8.6)%	(33.5)%	(74.7)%	*	*
4.26%.....	9.2%	6.0%	2.8%	(0.5)%	(3.8)%	(21.4)%	(45.2)%	(85.3)%	*	*
6.60%.....	*	*	*	*	*	*	*	*	*	*

**Sensitivity of the SM Class to Prepayments and LIBOR
(Pre-Tax Yields to Maturity)**

LIBOR	PSA Prepayment Assumption							
	50%	100%	250%	523%	800%	1100%	1500%	1800%
0.13%.....	49.5%	45.7%	34.1%	11.1%	(15.4)%	(49.6)%	*	*
0.26%.....	48.3%	44.6%	33.0%	10.1%	(16.3)%	(50.3)%	*	*
2.26%.....	30.5%	27.0%	16.1%	(5.3)%	(29.9)%	(61.8)%	*	*
4.26%.....	13.0%	9.7%	(0.5)%	(20.5)%	(43.4)%	(73.4)%	*	*
6.03%.....	(6.2)%	(9.2)%	(18.5)%	(36.9)%	(58.2)%	(87.8)%	*	*

Weighted Average Lives of the Certificates

For a description of how the weighted average life of a Certificate is determined, see “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

In general, the weighted average lives of the Certificates will be shortened if the level of prepayments of principal of the related Mortgage Loans increases. However, the weighted average lives will depend upon a variety of other factors, including

- the timing of changes in the rate of principal distributions, and
- the priority sequences of distributions of principal of the Group 1, Group 2, Group 3 and Group 5 Classes.

See “—Distributions of Principal” above.

The effect of these factors may differ as to various Classes and the effects on any Class may vary at different times during the life of that Class. Accordingly, we can give no assurance as to the weighted average life of any Class. Further, to the extent the prices of the Certificates represent discounts or premiums to their original principal balances, variability in the weighted average lives of those Classes of Certificates could result in variability in the related yields to maturity. For an example of how the weighted average lives of the Classes may be affected at various constant prepayment rates, see the Decrement Tables below.

Decrement Tables

The following tables indicate the percentages of original principal balances of the specified Classes that would be outstanding after each date shown at various constant PSA rates, and the corresponding weighted average lives of those Classes. The tables have been prepared on the basis of the Pricing Assumptions.

In the case of the information set forth for each Class under 0% PSA, however, we assumed that the Mortgage Loans have the original and remaining terms to maturity and bear interest at the annual rates specified in the table below.

<u>Mortgage Loans Backing Trust Assets Specified Below</u>	<u>Original and Remaining Terms to Maturity</u>	<u>Interest Rates</u>
Group 1 MBS	360 months	6.50%
Group 2 MBS	360 months	7.00%
Group 3 MBS	360 months	8.00%
Group 4 MBS	360 months	9.50%
Group 5 MBS	360 months	6.50%

It is unlikely that all of the Mortgage Loans will have the loan ages, interest rates and remaining terms to maturity assumed, or that the Mortgage Loans will prepay at any *constant* PSA level.

In addition, the diverse remaining terms to maturity of the Mortgage Loans could produce slower or faster principal distributions than indicated in the tables at the specified constant PSA, even if the weighted average remaining term to maturity and the weighted average loan age of the Mortgage Loans are identical to the weighted averages specified in the Pricing Assumptions. This is the case because pools of loans with identical weighted averages are nonetheless likely to reflect differing dispersions of the related characteristics.

Percent of Original Principal Balances Outstanding

<u>Date</u>	<u>BA Class</u>						<u>ZB Class</u>					
	<u>PSA Prepayment Assumption</u>						<u>PSA Prepayment Assumption</u>					
	<u>0%</u>	<u>100%</u>	<u>288%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>	<u>0%</u>	<u>100%</u>	<u>288%</u>	<u>500%</u>	<u>750%</u>	<u>1000%</u>
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	98	96	92	87	82	77	104	104	104	104	104	104
November 2012	97	89	77	64	50	37	108	108	108	108	108	108
November 2013	95	81	60	40	22	7	113	113	113	113	113	113
November 2014	93	73	46	23	6	0	117	117	117	117	117	71
November 2015	91	66	34	11	0	0	122	122	122	122	91	28
November 2016	88	59	25	3	0	0	127	127	127	127	49	11
November 2017	86	52	17	0	0	0	132	132	132	107	26	4
November 2018	83	46	10	0	0	0	138	138	138	73	14	2
November 2019	81	40	5	0	0	0	143	143	143	50	8	1
November 2020	78	35	*	0	0	0	149	149	149	34	4	*
November 2021	75	29	0	0	0	0	155	155	120	23	2	*
November 2022	72	25	0	0	0	0	161	161	96	15	1	*
November 2023	68	20	0	0	0	0	168	168	76	10	1	*
November 2024	65	15	0	0	0	0	175	175	60	7	*	*
November 2025	61	11	0	0	0	0	182	182	48	5	*	*
November 2026	57	7	0	0	0	0	189	189	38	3	*	*
November 2027	52	3	0	0	0	0	197	197	29	2	*	*
November 2028	48	0	0	0	0	0	205	201	23	1	*	*
November 2029	43	0	0	0	0	0	214	176	18	1	*	*
November 2030	38	0	0	0	0	0	222	154	14	1	*	*
November 2031	32	0	0	0	0	0	231	132	10	*	*	*
November 2032	26	0	0	0	0	0	241	113	8	*	*	*
November 2033	20	0	0	0	0	0	251	94	6	*	*	0
November 2034	14	0	0	0	0	0	261	77	4	*	*	0
November 2035	7	0	0	0	0	0	271	61	3	*	*	0
November 2036	0	0	0	0	0	0	274	46	2	*	*	0
November 2037	0	0	0	0	0	0	212	33	1	*	*	0
November 2038	0	0	0	0	0	0	146	20	1	*	*	0
November 2039	0	0	0	0	0	0	75	8	*	*	*	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	16.2	8.0	4.2	2.8	2.1	1.7	28.1	23.0	14.2	9.1	6.2	4.6

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Date	AP Class								PA, PF, PS†, PB, PC, PD, PE and PG Classes							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	150%	200%	250%	500%	800%	1200%	0%	100%	150%	200%	250%	500%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	66	17	0	0	0	0	0	0	100	100	100	100	100	100	100	92
November 2012	31	0	0	0	0	0	0	0	100	93	89	89	89	83	63	40
November 2013	0	0	0	0	0	0	0	0	100	83	77	77	77	55	30	7
November 2014	0	0	0	0	0	0	0	0	97	74	65	65	65	36	13	0
November 2015	0	0	0	0	0	0	0	0	94	65	55	55	55	23	4	0
November 2016	0	0	0	0	0	0	0	0	92	57	45	45	45	14	0	0
November 2017	0	0	0	0	0	0	0	0	89	49	37	37	37	8	0	0
November 2018	0	0	0	0	0	0	0	0	85	42	30	30	30	4	0	0
November 2019	0	0	0	0	0	0	0	0	82	34	24	24	24	1	0	0
November 2020	0	0	0	0	0	0	0	0	78	28	19	19	19	0	0	0
November 2021	0	0	0	0	0	0	0	0	75	21	14	14	14	0	0	0
November 2022	0	0	0	0	0	0	0	0	70	15	11	11	11	0	0	0
November 2023	0	0	0	0	0	0	0	0	66	9	8	8	8	0	0	0
November 2024	0	0	0	0	0	0	0	0	62	5	5	5	5	0	0	0
November 2025	0	0	0	0	0	0	0	0	57	3	3	3	3	0	0	0
November 2026	0	0	0	0	0	0	0	0	51	2	2	2	2	0	0	0
November 2027	0	0	0	0	0	0	0	0	46	*	*	*	*	0	0	0
November 2028	0	0	0	0	0	0	0	0	40	0	0	0	0	0	0	0
November 2029	0	0	0	0	0	0	0	0	34	0	0	0	0	0	0	0
November 2030	0	0	0	0	0	0	0	0	27	0	0	0	0	0	0	0
November 2031	0	0	0	0	0	0	0	0	20	0	0	0	0	0	0	0
November 2032	0	0	0	0	0	0	0	0	12	0	0	0	0	0	0	0
November 2033	0	0	0	0	0	0	0	0	4	0	0	0	0	0	0	0
November 2034	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2035	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2036	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2037	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	1.5	0.7	0.6	0.6	0.6	0.6	0.6	0.6	15.3	7.3	6.4	6.4	6.4	3.8	2.6	1.9

Date	PL Class								ZA Class							
	PSA Prepayment Assumption								PSA Prepayment Assumption							
	0%	100%	150%	200%	250%	500%	800%	1200%	0%	100%	150%	200%	250%	500%	800%	1200%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	100	100	100	100	100	100	100	100	105	105	104	96	89	53	9	0
November 2012	100	100	100	100	100	100	100	100	109	109	108	86	64	0	0	0
November 2013	100	100	100	100	100	100	100	100	114	114	112	74	37	0	0	0
November 2014	100	100	100	100	100	100	100	65	120	120	117	66	19	0	0	0
November 2015	100	100	100	100	100	100	100	18	125	125	122	62	8	0	0	0
November 2016	100	100	100	100	100	100	87	5	131	131	125	59	2	0	0	0
November 2017	100	100	100	100	100	100	44	1	137	137	127	58	*	0	0	0
November 2018	100	100	100	100	100	100	22	*	143	143	127	57	*	0	0	0
November 2019	100	100	100	100	100	100	11	*	150	150	125	55	*	0	0	0
November 2020	100	100	100	100	100	79	6	*	157	157	121	52	*	0	0	0
November 2021	100	100	100	100	100	53	3	*	164	164	115	49	*	0	0	0
November 2022	100	100	100	100	100	36	1	*	171	171	108	45	*	0	0	0
November 2023	100	100	100	100	100	24	1	*	179	179	100	41	*	0	0	0
November 2024	100	100	100	100	100	16	*	*	188	174	92	37	*	0	0	0
November 2025	100	100	100	100	100	11	*	*	196	162	84	33	*	0	0	0
November 2026	100	100	100	100	100	7	*	*	205	150	76	29	*	0	0	0
November 2027	100	100	100	100	100	5	*	*	215	137	68	25	*	0	0	0
November 2028	100	86	86	86	86	3	*	0	224	124	60	22	*	0	0	0
November 2029	100	68	68	68	68	2	*	0	235	112	53	19	*	0	0	0
November 2030	100	54	54	54	54	1	*	0	246	99	46	16	*	0	0	0
November 2031	100	42	42	42	42	1	*	0	257	87	39	13	0	0	0	0
November 2032	100	32	32	32	32	1	*	0	269	75	33	11	0	0	0	0
November 2033	100	24	24	24	24	*	*	0	281	64	27	9	0	0	0	0
November 2034	18	18	18	18	18	*	*	0	292	53	22	7	0	0	0	0
November 2035	13	13	13	13	13	*	*	0	252	43	17	5	0	0	0	0
November 2036	9	9	9	9	9	*	*	0	209	33	13	4	0	0	0	0
November 2037	6	6	6	6	6	*	*	0	163	23	9	3	0	0	0	0
November 2038	3	3	3	3	3	*	*	0	112	14	5	2	0	0	0	0
November 2039	1	1	1	1	1	*	*	0	58	6	2	1	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	24.2	21.1	21.1	21.1	21.1	12.0	7.3	4.5	27.2	21.0	18.0	10.9	2.7	1.0	0.7	0.5

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Date	DA, DF, DS†, DB, DC, DE and DG Classes										DL Class									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	150%	200%	250%	500%	800%	1200%	1600%	2000%	0%	100%	150%	200%	250%	500%	800%	1200%	1600%	2000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	99	91	88	88	88	86	66	39	9	0	100	100	100	100	100	100	100	100	100	0
November 2012	98	83	76	76	76	58	32	7	0	0	100	100	100	100	100	100	100	100	12	0
November 2013	97	74	65	65	65	39	14	0	0	0	100	100	100	100	100	100	100	74	*	0
November 2014	95	67	56	56	56	25	5	0	0	0	100	100	100	100	100	100	100	20	*	0
November 2015	94	59	47	47	47	16	*	0	0	0	100	100	100	100	100	100	100	6	*	0
November 2016	92	52	39	39	39	9	0	0	0	0	100	100	100	100	100	100	55	2	*	0
November 2017	91	46	32	32	32	5	0	0	0	0	100	100	100	100	100	100	28	*	*	0
November 2018	89	40	25	25	25	2	0	0	0	0	100	100	100	100	100	100	14	*	0	0
November 2019	87	34	20	20	20	*	0	0	0	0	100	100	100	100	100	100	7	*	0	0
November 2020	85	29	16	16	16	0	0	0	0	0	100	100	100	100	100	68	4	*	0	0
November 2021	82	24	12	12	12	0	0	0	0	0	100	100	100	100	100	46	2	*	0	0
November 2022	80	19	9	9	9	0	0	0	0	0	100	100	100	100	100	31	1	*	0	0
November 2023	77	15	7	7	7	0	0	0	0	0	100	100	100	100	100	21	*	*	0	0
November 2024	74	11	5	5	5	0	0	0	0	0	100	100	100	100	100	14	*	*	0	0
November 2025	71	7	3	3	3	0	0	0	0	0	100	100	100	100	100	9	*	*	0	0
November 2026	67	3	1	1	1	0	0	0	0	0	100	100	100	100	100	6	*	*	0	0
November 2027	64	*	*	*	*	0	0	0	0	0	100	100	100	100	100	4	*	0	0	0
November 2028	59	0	0	0	0	0	0	0	0	0	100	84	84	84	84	3	*	0	0	0
November 2029	55	0	0	0	0	0	0	0	0	0	100	66	66	66	66	2	*	0	0	0
November 2030	50	0	0	0	0	0	0	0	0	0	100	51	51	51	51	1	*	0	0	0
November 2031	45	0	0	0	0	0	0	0	0	0	100	38	38	38	38	1	*	0	0	0
November 2032	39	0	0	0	0	0	0	0	0	0	100	28	28	28	28	*	*	0	0	0
November 2033	33	0	0	0	0	0	0	0	0	0	100	20	20	20	20	*	*	0	0	0
November 2034	27	0	0	0	0	0	0	0	0	0	100	14	14	14	14	*	*	0	0	0
November 2035	20	0	0	0	0	0	0	0	0	0	100	9	9	9	9	*	*	0	0	0
November 2036	12	0	0	0	0	0	0	0	0	0	100	5	5	5	5	*	*	0	0	0
November 2037	4	0	0	0	0	0	0	0	0	0	100	1	1	1	1	*	*	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	18.4	7.1	5.5	5.5	5.5	2.9	1.7	1.0	0.6	0.3	27.7	20.7	20.7	20.7	20.7	11.6	6.6	3.6	1.7	0.3

Date	HF and HS Classes										FC and SC† Classes									
	PSA Prepayment Assumption										PSA Prepayment Assumption									
	0%	100%	150%	200%	250%	500%	800%	1200%	1600%	2000%	0%	100%	150%	200%	250%	500%	800%	1200%	1600%	2000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	100	100	100	84	69	0	0	0	0	0	99	93	91	88	85	72	56	34	10	0
November 2012	100	100	100	71	43	0	0	0	0	0	98	86	81	76	71	49	29	9	*	0
November 2013	100	100	100	61	24	0	0	0	0	0	97	80	72	66	60	34	15	3	*	0
November 2014	100	100	100	54	12	0	0	0	0	0	96	73	65	57	50	23	7	1	*	0
November 2015	100	100	100	49	4	0	0	0	0	0	95	68	58	49	41	16	4	*	*	0
November 2016	100	100	100	46	1	0	0	0	0	0	94	62	51	42	34	11	2	*	0	0
November 2017	100	100	100	45	0	0	0	0	0	0	92	57	46	36	29	8	1	*	0	0
November 2018	100	100	98	43	0	0	0	0	0	0	91	52	40	31	24	5	*	*	0	0
November 2019	100	100	95	41	0	0	0	0	0	0	89	48	36	27	20	3	*	*	0	0
November 2020	100	100	90	38	0	0	0	0	0	0	88	44	32	23	16	2	*	*	0	0
November 2021	100	100	85	35	0	0	0	0	0	0	86	40	28	19	13	2	*	*	0	0
November 2022	100	100	79	32	0	0	0	0	0	0	84	36	24	16	11	1	*	*	0	0
November 2023	100	100	73	29	0	0	0	0	0	0	82	32	21	14	9	1	*	*	0	0
November 2024	100	100	66	26	0	0	0	0	0	0	79	29	18	12	7	*	*	*	0	0
November 2025	100	100	59	23	0	0	0	0	0	0	77	26	16	10	6	*	*	0	0	0
November 2026	100	100	53	20	0	0	0	0	0	0	74	23	14	8	5	*	*	0	0	0
November 2027	100	97	47	17	0	0	0	0	0	0	71	20	12	7	4	*	*	0	0	0
November 2028	100	86	41	15	0	0	0	0	0	0	68	18	10	5	3	*	*	0	0	0
November 2029	100	76	35	12	0	0	0	0	0	0	64	15	8	4	2	*	*	0	0	0
November 2030	100	66	30	10	0	0	0	0	0	0	60	13	7	4	2	*	*	0	0	0
November 2031	100	56	25	8	0	0	0	0	0	0	56	11	6	3	1	*	*	0	0	0
November 2032	100	46	20	7	0	0	0	0	0	0	52	9	4	2	1	*	*	0	0	0
November 2033	100	37	16	5	0	0	0	0	0	0	47	7	3	2	1	*	*	0	0	0
November 2034	100	28	11	4	0	0	0	0	0	0	42	5	2	1	*	*	*	0	0	0
November 2035	100	20	8	2	0	0	0	0	0	0	36	4	2	1	*	*	*	0	0	0
November 2036	100	12	4	1	0	0	0	0	0	0	30	2	1	*	*	*	0	0	0	0
November 2037	100	4	1	*	0	0	0	0	0	0	23	1	*	*	*	*	0	0	0	0
November 2038	95	0	0	0	0	0	0	0	0	0	16	0	0	0	0	0	0	0	0	0
November 2039	49	0	0	0	0	0	0	0	0	0	8	0	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	29.0	21.8	16.9	8.3	2.0	0.5	0.3	0.2	0.1	0.1	20.5	10.1	8.0	6.5	5.5	2.8	1.6	0.9	0.5	0.2

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

FM and SM† Classes								
Date	PSA Prepayment Assumption							
	0%	100%	250%	523%	800%	1100%	1500%	1800%
Initial Percent	100	100	100	100	100	100	100	100
November 2011	99	93	84	68	51	34	10	0
November 2012	99	86	70	46	26	11	1	0
November 2013	98	80	59	31	14	4	*	0
November 2014	97	74	49	21	7	1	*	0
November 2015	96	68	41	14	4	*	*	0
November 2016	95	63	34	10	2	*	*	0
November 2017	94	58	29	6	1	*	*	0
November 2018	93	53	24	4	*	*	0	0
November 2019	92	49	20	3	*	*	0	0
November 2020	90	44	16	2	*	*	0	0
November 2021	89	40	13	1	*	*	0	0
November 2022	87	37	11	1	*	*	0	0
November 2023	85	33	9	1	*	*	0	0
November 2024	83	30	7	*	*	*	0	0
November 2025	81	27	6	*	*	*	0	0
November 2026	78	24	5	*	*	*	0	0
November 2027	75	21	4	*	*	0	0	0
November 2028	72	18	3	*	*	0	0	0
November 2029	69	15	2	*	*	0	0	0
November 2030	65	13	2	*	*	0	0	0
November 2031	61	11	1	*	*	0	0	0
November 2032	56	9	1	*	*	0	0	0
November 2033	51	6	1	*	*	0	0	0
November 2034	46	5	*	*	*	0	0	0
November 2035	40	3	*	*	0	0	0	0
November 2036	33	1	*	*	0	0	0	0
November 2037	26	0	0	0	0	0	0	0
November 2038	18	0	0	0	0	0	0	0
November 2039	10	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	21.3	10.1	5.4	2.6	1.5	0.9	0.5	0.1

Date	AB Class						VA Class						AV Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	288%	500%	750%	1000%	0%	100%	288%	500%	750%	1000%	0%	100%	288%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	99	96	91	87	81	75	94	94	94	94	94	94	100	100	100	100	100	100
November 2012	97	89	76	62	46	32	88	88	88	88	88	88	100	100	100	100	100	100
November 2013	96	80	58	36	15	0	81	81	81	81	81	75	100	100	100	100	100	100
November 2014	94	72	43	18	0	0	74	74	74	74	48	0	100	100	100	100	100	0
November 2015	92	65	30	5	0	0	67	67	67	67	0	0	100	100	100	100	0	0
November 2016	90	58	20	0	0	0	60	60	60	13	0	0	100	100	100	100	0	0
November 2017	88	51	12	0	0	0	52	52	52	0	0	0	100	100	100	0	0	0
November 2018	86	45	6	0	0	0	44	44	44	0	0	0	100	100	100	0	0	0
November 2019	84	39	*	0	0	0	35	35	35	0	0	0	100	100	100	0	0	0
November 2020	81	34	0	0	0	0	27	27	0	0	0	0	100	100	52	0	0	0
November 2021	79	29	0	0	0	0	18	18	0	0	0	0	100	100	0	0	0	0
November 2022	76	24	0	0	0	0	8	8	0	0	0	0	100	100	0	0	0	0
November 2023	73	20	0	0	0	0	0	0	0	0	0	0	98	98	0	0	0	0
November 2024	70	16	0	0	0	0	0	0	0	0	0	0	82	82	0	0	0	0
November 2025	67	12	0	0	0	0	0	0	0	0	0	0	67	67	0	0	0	0
November 2026	63	8	0	0	0	0	0	0	0	0	0	0	50	50	0	0	0	0
November 2027	59	5	0	0	0	0	0	0	0	0	0	0	33	33	0	0	0	0
November 2028	55	2	0	0	0	0	0	0	0	0	0	0	16	16	0	0	0	0
November 2029	51	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2030	46	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2031	41	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2032	36	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2033	30	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2034	24	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2035	18	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2036	11	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2037	3	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2038	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2039	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	17.6	8.0	3.9	2.6	1.9	1.6	7.0	7.0	6.4	4.8	3.6	2.9	16.0	16.0	10.1	6.5	4.5	3.5

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

† In the case of a Notional Class, the Decrement Table indicates the percentage of the original notional principal balance outstanding.

Date	AZ Class						AY Class						VB Class					
	PSA Prepayment Assumption						PSA Prepayment Assumption						PSA Prepayment Assumption					
	0%	100%	288%	500%	750%	1000%	0%	100%	288%	500%	750%	1000%	0%	100%	288%	500%	750%	1000%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
November 2011	104	104	104	104	104	104	100	100	100	100	100	100	96	96	96	96	96	96
November 2012	108	108	108	108	108	108	100	100	100	100	100	100	93	93	93	93	93	93
November 2013	113	113	113	113	113	113	100	100	100	100	100	98	89	89	89	89	89	85
November 2014	117	117	117	117	117	82	100	100	100	100	92	39	85	85	85	85	69	0
November 2015	122	122	122	122	105	32	100	100	100	100	49	15	80	80	80	80	0	0
November 2016	127	127	127	127	56	13	100	100	100	85	27	6	76	76	76	48	0	0
November 2017	132	132	132	124	30	5	100	100	100	58	14	2	71	71	71	0	0	0
November 2018	138	138	138	84	16	2	100	100	100	40	8	1	66	66	66	0	0	0
November 2019	143	143	143	57	9	1	100	100	100	27	4	*	61	61	61	0	0	0
November 2020	149	149	149	39	5	*	100	100	81	18	2	*	56	56	21	0	0	0
November 2021	155	155	138	26	2	*	100	100	65	12	1	*	51	51	0	0	0	0
November 2022	161	161	111	18	1	*	100	100	52	8	1	*	45	45	0	0	0	0
November 2023	168	168	88	12	1	*	100	100	41	6	*	*	39	39	0	0	0	0
November 2024	175	175	70	8	*	*	100	100	33	4	*	*	33	33	0	0	0	0
November 2025	182	182	55	5	*	*	100	100	26	3	*	*	27	27	0	0	0	0
November 2026	189	189	43	4	*	*	100	100	20	2	*	*	20	20	0	0	0	0
November 2027	197	197	34	2	*	*	100	100	16	1	*	*	13	13	0	0	0	0
November 2028	205	205	27	2	*	*	100	100	12	1	*	*	6	6	0	0	0	0
November 2029	212	204	20	1	*	*	100	96	10	*	*	*	0	0	0	0	0	0
November 2030	212	177	16	1	*	*	100	84	7	*	*	*	0	0	0	0	0	0
November 2031	212	153	12	*	*	*	100	72	6	*	*	*	0	0	0	0	0	0
November 2032	212	130	9	*	*	*	100	61	4	*	*	*	0	0	0	0	0	0
November 2033	212	109	7	*	*	0	100	51	3	*	*	0	0	0	0	0	0	0
November 2034	212	89	5	*	*	0	100	42	2	*	*	0	0	0	0	0	0	0
November 2035	212	71	3	*	*	0	100	33	2	*	*	0	0	0	0	0	0	0
November 2036	212	54	2	*	*	0	100	25	1	*	*	0	0	0	0	0	0	0
November 2037	212	38	1	*	*	0	100	18	1	*	*	0	0	0	0	0	0	0
November 2038	169	23	1	*	*	0	79	11	*	*	*	0	0	0	0	0	0	0
November 2039	87	10	*	*	*	0	41	4	*	*	*	0	0	0	0	0	0	0
November 2040	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)**	28.8	23.5	14.8	9.5	6.4	4.7	28.8	23.5	13.4	8.2	5.5	4.1	10.6	10.6	7.9	5.5	4.0	3.1

* Indicates an outstanding balance greater than 0% and less than 0.5% of the original principal balance.

** Determined as specified under “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Characteristics of the Residual Classes

A Residual Certificate will be subject to certain transfer restrictions. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” and “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Treasury Department regulations (the “Regulations”) provide that a transfer of a “noneconomic residual interest” will be disregarded for all federal tax purposes unless no significant purpose of the transfer is to impede the assessment or collection of tax. A Residual Certificate will constitute a noneconomic residual interest under the Regulations. Having a significant purpose to impede the assessment or collection of tax means that the transferor of a Residual Certificate had “improper knowledge” at the time of the transfer. See “Description of the Certificates—The Certificates—*Special Characteristics of the Residual Certificates*” in the REMIC Prospectus. You should consult your own tax advisor regarding the application of the Regulations to a transfer of a Residual Certificate.

CERTAIN ADDITIONAL FEDERAL INCOME TAX CONSEQUENCES

The Certificates and payments on the Certificates are not generally exempt from taxation. Therefore, you should consider the tax consequences of holding a Certificate before you acquire one. The following tax discussion supplements the discussion under the caption “Material Federal Income Tax Consequences” in the REMIC Prospectus. When read together, the two discussions describe the current federal income tax treatment of beneficial owners of Certificates. These two tax discussions do not purport to deal with all federal tax consequences applicable to all categories of beneficial owners, some of which may be subject to special rules. In addition, these discussions may not apply to your particular circumstances for one of the reasons explained in the REMIC Prospectus. You should

consult your own tax advisors regarding the federal income tax consequences of holding and disposing of Certificates as well as any tax consequences arising under the laws of any state, local or foreign taxing jurisdiction.

U.S. Treasury Circular 230 Notice

The tax discussions contained in the REMIC Prospectus (including the sections entitled “Material Federal Income Tax Consequences” and “ERISA Considerations”) and this prospectus supplement were not intended or written to be used, and cannot be used, for the purpose of avoiding United States federal tax penalties. These discussions were written to support the promotion or marketing of the transactions or matters addressed in this prospectus supplement. You should seek advice based on your particular circumstances from an independent tax advisor.

REMIC Elections and Special Tax Attributes

We will make a REMIC election with respect to each REMIC set forth in the table under “Description of the Certificates—General—*Structure*.” The Regular Classes will be designated as “regular interests” and the Residual Classes will be designated as the “residual interests” in the REMICs as set forth in that table. Thus, the REMIC Certificates and any related RCR Certificates generally will be treated as “regular or residual interests in a REMIC” for domestic building and loan associations, as “real estate assets” for real estate investment trusts, and, except for the Residual Classes, as “qualified mortgages” for other REMICs. See “Material Federal Income Tax Consequences—REMIC Election and Special Tax Attributes” in the REMIC Prospectus.

Taxation of Beneficial Owners of Regular Certificates

The Notional Classes and the Accrual Classes will be issued with original issue discount (“OID”), and certain other Classes of REMIC Certificates may be issued with OID. If a Class is issued with OID, a beneficial owner of a Certificate of that Class generally must recognize some taxable income in advance of the receipt of the cash attributable to that income. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. In addition, certain Classes of REMIC Certificates may be treated as having been issued at a premium. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Regular Certificates Purchased at a Premium*” in the REMIC Prospectus.

The Prepayment Assumptions that will be used in determining the rate of accrual of OID will be as follows:

<u>Group</u>	<u>Prepayment Assumption</u>
1	288% PSA
2	200% PSA
3	200% PSA
4	523% PSA
5	288% PSA

See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Regular Certificates—*Treatment of Original Issue Discount*” in the REMIC Prospectus. No representation is made as to whether the Mortgage Loans underlying the MBS will prepay at any of those rates or any other rate. See “Description of the Certificates—Weighted Average Lives of the Certificates” in this prospectus supplement and “Yield, Maturity and Prepayment Considerations—Weighted Average Lives and Final Distribution Dates” in the REMIC Prospectus.

Taxation of Beneficial Owners of Residual Certificates

The Holder of a Residual Certificate will be considered to be the holder of the “residual interest” in the related REMIC. Such Holder generally will be required to report its daily portion of the taxable income or net loss of the REMIC to which that Certificate relates. In certain periods, a Holder of a Residual Certificate may be required to recognize taxable income without being entitled to receive a corresponding amount of cash. Pursuant to the Trust Agreement, we will be obligated to provide to the Holder of a Residual Certificate (i) information necessary to enable it to prepare its federal income tax returns and (ii) any reports regarding the Residual Class that may be required under the Code. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of Residual Certificates” in the REMIC Prospectus.

Taxation of Beneficial Owners of RCR Certificates

The RCR Classes will be created, sold and administered pursuant to an arrangement that will be classified as a grantor trust under subpart E, part I of subchapter J of the Code. The Regular Certificates that are exchanged for RCR Certificates set forth in Schedule 1 (including any exchanges effective on the Settlement Date) will be the assets of the trust, and the RCR Certificates will represent an ownership interest of the underlying Regular Certificates. For a general discussion of the federal income tax treatment of beneficial owners of Regular Certificates, see “Material Federal Income Tax Consequences” in the REMIC Prospectus.

Generally, the ownership interest represented by an RCR certificate will be one of two types. A certificate of a Combination RCR Class (a “Combination RCR Certificate”) will represent beneficial ownership of undivided interests in one or more underlying Regular Certificates. A certificate of a Strip RCR Class (a “Strip RCR Certificate”) will represent the right to receive a disproportionate part of the principal or interest payments on one or more underlying Regular Certificates. The Classes of RCR Certificates are Combination RCR Certificates. See “Material Federal Income Tax Consequences—Taxation of Beneficial Owners of RCR Certificates” in the REMIC Prospectus for a general discussion of the federal income tax treatment of beneficial owners of RCR Certificates.

PLAN OF DISTRIBUTION

We are obligated to deliver the Certificates to Deutsche Bank Securities Inc. (the “Dealer”) in exchange for the MBS. The Dealer proposes to offer the Certificates directly to the public from time to time in negotiated transactions at varying prices to be determined at the time of sale. The Dealer may effect these transactions to or through other dealers.

LEGAL MATTERS

Sidley Austin LLP will provide legal representation for Fannie Mae. SNR Denton US LLP will provide legal representation for the Dealer.

Schedule 1

Available Recombinations(1)

REMIC Certificates		RCR Certificates						
<u>Classes</u>	<u>Original Balances</u>	<u>RCR Classes</u>	<u>Original Balances</u>	<u>Principal Type(2)</u>	<u>Interest Rate</u>	<u>Interest Type(2)</u>	<u>CUSIP Number</u>	<u>Final Distribution Date</u>
Recombination 1								
PA	\$49,402,223	PB	\$ 55,577,500	PAC/AD	2.50%	FIX	31398SLF8	May 2040
PF	6,175,277							
PS	6,175,277(3)							
Recombination 2								
PA	49,402,223	PC	63,517,143	PAC/AD	3.00	FIX	31398SLG6	May 2040
PF	14,114,920							
PS	14,114,920(3)							
Recombination 3								
PA	49,402,223	PD	74,103,334	PAC/AD	3.50	FIX	31398SLH4	May 2040
PF	24,701,111							
PS	24,701,111(3)							
Recombination 4								
PA	49,402,223	PE	88,924,001	PAC/AD	4.00	FIX	31398SLJ0	May 2040
PF	39,521,778							
PS	39,521,778(3)							
Recombination 5								
PA	49,402,223	PG	111,155,000	PAC/AD	4.50	FIX	31398SLK7	May 2040
PF	61,752,777							
PS	61,752,777(3)							
Recombination 6								
DA	35,725,556	DB	40,191,250	PAC	2.50	FIX	31398SLL5	July 2040
DF	4,465,694							
DS	4,465,694(3)							
Recombination 7								
DA	35,725,556	DC	45,932,857	PAC	3.00	FIX	31398SLM3	July 2040
DF	10,207,301							
DS	10,207,301(3)							

REMIC Certificates		RCR Certificates						
<u>Classes</u>	<u>Original Balances</u>	<u>RCR Classes</u>	<u>Original Balances</u>	<u>Principal Type(2)</u>	<u>Interest Rate</u>	<u>Interest Type(2)</u>	<u>CUSIP Number</u>	<u>Final Distribution Date</u>
Recombination 8								
DA	\$35,725,556	DE	\$ 53,588,334	PAC	3.50%	FIX	31398SLN1	July 2040
DF	17,862,778							
DS	17,862,778(3)							
Recombination 9								
DA	35,725,556	DG	64,306,000	PAC	4.00	FIX	31398SLP6	July 2040
DF	28,580,444							
DS	28,580,444(3)							
Recombination 10								
VA	10,290,000	AY(4)	32,633,000	SEQ	4.00	FIX	31398SLQ4	December 2040
AV	6,970,000							
AZ	15,373,000							
Recombination 11								
VA	10,290,000	VB	17,260,000	SEQ/AD	4.00	FIX	31398SLR2	November 2029
AV	6,970,000							

- (1) REMIC Certificates and RCR Certificates in each Recombination may be exchanged only in the proportions of *original* principal or notional principal balances for the related Classes shown in this Schedule 1 (disregarding any retired Classes). For example, if a particular Recombination includes two REMIC Classes and one RCR Class whose *original* principal balances shown in the schedule reflect a 1:1:2 relationship, the same 1:1:2 relationship among the *original* principal balances of those REMIC and RCR Classes must be maintained in any exchange. This is true even if, as a result of the applicable payment priority sequence, the relationship between their *current* principal balances has changed over time. Moreover, if as a result of a proposed exchange, a Certificateholder would hold a REMIC Certificate or RCR Certificate of a Class in an amount less than the applicable minimum denomination for that Class, the Certificateholder will be unable to effect the proposed exchange. See “Description of the Certificates—General—*Authorized Denominations*” in this prospectus supplement.
- (2) See “Description of the Certificates—The Certificates—*Class Definitions and Abbreviations*” in the REMIC Prospectus.
- (3) Notional balances. These Classes are Interest Only Classes. See page S-5 for a description of how their notional balances are calculated.
- (4) Principal payments on the REMIC Certificates in Recombination 10 from the AZ Accrual Amount will be paid as interest on the related RCR Certificates and thus will not reduce the principal balances of those RCR Certificates.

Principal Balance Schedules

Aggregate Group I Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$124,011,000.00	March 2015	\$ 74,447,882.66	July 2019	\$ 34,498,974.60
December 2010	123,620,889.48	April 2015	73,455,903.77	August 2019	33,957,850.58
January 2011	123,233,835.58	May 2015	72,473,826.80	September 2019 . . .	33,424,731.78
February 2011	122,804,782.27	June 2015	71,501,556.64	October 2019	32,899,503.66
March 2011	122,333,960.45	July 2015	70,538,999.10	November 2019	32,382,053.31
April 2011	121,821,638.82	August 2015	69,586,060.83	December 2019	31,872,269.38
May 2011	121,268,123.71	September 2015 . . .	68,642,649.41	January 2020	31,370,042.10
June 2011	120,673,758.86	October 2015	67,708,673.25	February 2020	30,875,263.22
July 2011	120,038,925.14	November 2015	66,784,041.66	March 2020	30,387,826.03
August 2011	119,369,127.41	December 2015	65,868,664.76	April 2020	29,907,625.30
September 2011 . . .	118,664,920.72	January 2016	64,962,453.57	May 2020	29,434,557.28
October 2011	117,926,683.68	February 2016	64,065,319.90	June 2020	28,968,519.69
November 2011	117,154,821.07	March 2016	63,177,176.42	July 2020	28,509,411.67
December 2011	116,349,763.47	April 2016	62,297,936.62	August 2020	28,057,133.77
January 2012	115,511,966.88	May 2016	61,427,514.79	September 2020 . . .	27,611,587.96
February 2012	114,641,912.20	June 2016	60,565,826.04	October 2020	27,172,677.56
March 2012	113,740,104.82	July 2016	59,712,786.29	November 2020	26,740,307.26
April 2012	112,807,074.06	August 2016	58,868,312.23	December 2020	26,314,383.11
May 2012	111,843,372.64	September 2016 . . .	58,032,321.35	January 2021	25,894,812.45
June 2012	110,849,576.10	October 2016	57,204,731.93	February 2021	25,481,503.92
July 2012	109,826,282.19	November 2016	56,385,462.99	March 2021	25,074,367.48
August 2012	108,774,110.24	December 2016	55,574,434.34	April 2021	24,673,314.32
September 2012 . . .	107,693,700.49	January 2017	54,771,566.53	May 2021	24,278,256.90
October 2012	106,585,713.38	February 2017	53,976,780.88	June 2021	23,889,108.89
November 2012	105,450,828.87	March 2017	53,189,999.44	July 2021	23,505,785.20
December 2012	104,289,745.65	April 2017	52,411,144.98	August 2021	23,128,201.92
January 2013	103,103,180.39	May 2017	51,640,141.02	September 2021 . . .	22,756,276.34
February 2013	101,891,866.94	June 2017	50,876,911.81	October 2021	22,389,926.89
March 2013	100,689,890.14	July 2017	50,121,382.29	November 2021	22,029,073.16
April 2013	99,497,171.35	August 2017	49,373,478.12	December 2021	21,673,635.88
May 2013	98,313,632.58	September 2017 . . .	48,633,125.67	January 2022	21,323,536.89
June 2013	97,139,196.42	October 2017	47,900,252.00	February 2022	20,978,699.12
July 2013	95,973,786.07	November 2017	47,174,784.84	March 2022	20,639,046.61
August 2013	94,817,325.35	December 2017	46,456,652.64	April 2022	20,304,504.45
September 2013 . . .	93,669,738.64	January 2018	45,745,784.50	May 2022	19,974,998.80
October 2013	92,530,950.93	February 2018	45,042,110.19	June 2022	19,650,456.85
November 2013	91,400,887.80	March 2018	44,345,705.39	July 2022	19,330,806.83
December 2013	90,279,475.39	April 2018	43,659,521.43	August 2022	19,015,977.97
January 2014	89,166,640.45	May 2018	42,983,412.78	September 2022 . . .	18,705,900.50
February 2014	88,062,310.25	June 2018	42,317,235.95	October 2022	18,400,505.64
March 2014	86,966,412.68	July 2018	41,660,849.44	November 2022	18,099,725.59
April 2014	85,878,876.15	August 2018	41,014,113.76	December 2022	17,803,493.49
May 2014	84,799,629.65	September 2018 . . .	40,376,891.33	January 2023	17,511,743.43
June 2014	83,728,602.71	October 2018	39,749,046.52	February 2023	17,224,410.44
July 2014	82,665,725.44	November 2018	39,130,445.59	March 2023	16,941,430.46
August 2014	81,610,928.44	December 2018	38,520,956.68	April 2023	16,662,740.32
September 2014 . . .	80,564,142.90	January 2019	37,920,449.75	May 2023	16,388,277.78
October 2014	79,525,300.52	February 2019	37,328,796.60	June 2023	16,117,981.46
November 2014	78,494,333.54	March 2019	36,745,870.82	July 2023	15,851,790.84
December 2014	77,471,174.71	April 2019	36,171,547.77	August 2023	15,589,646.26
January 2015	76,455,757.34	May 2019	35,605,704.55	September 2023 . . .	15,331,488.91
February 2015	75,448,015.21	June 2019	35,048,219.99	October 2023	15,077,260.81

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2023	\$ 14,826,904.82	June 2028	\$ 5,645,371.68	January 2033	\$ 1,852,046.37
December 2023	14,580,364.57	July 2028	5,541,455.82	February 2033	1,810,513.76
January 2024	14,337,584.52	August 2028	5,439,201.44	March 2033	1,769,696.46
February 2024	14,098,509.90	September 2028	5,338,583.72	April 2033	1,729,583.36
March 2024	13,863,086.73	October 2028	5,239,578.18	May 2033	1,690,163.53
April 2024	13,631,261.78	November 2028	5,142,160.69	June 2033	1,651,426.20
May 2024	13,402,982.58	December 2028	5,046,307.48	July 2033	1,613,360.75
June 2024	13,178,197.41	January 2029	4,951,995.11	August 2033	1,575,956.73
July 2024	12,956,855.28	February 2029	4,859,200.49	September 2033	1,539,203.82
August 2024	12,738,905.93	March 2029	4,767,900.85	October 2033	1,503,091.88
September 2024	12,524,299.81	April 2029	4,678,073.76	November 2033	1,467,610.89
October 2024	12,312,988.06	May 2029	4,589,697.11	December 2033	1,432,751.01
November 2024	12,104,922.52	June 2029	4,502,749.10	January 2034	1,398,502.53
December 2024	11,900,055.73	July 2029	4,417,208.26	February 2034	1,364,855.87
January 2025	11,698,340.89	August 2029	4,333,053.41	March 2034	1,331,801.62
February 2025	11,499,731.86	September 2029	4,250,263.70	April 2034	1,299,330.48
March 2025	11,304,183.17	October 2029	4,168,818.57	May 2034	1,267,433.31
April 2025	11,111,649.99	November 2029	4,088,697.74	June 2034	1,236,101.10
May 2025	10,922,088.12	December 2029	4,009,881.26	July 2034	1,205,324.96
June 2025	10,735,454.01	January 2030	3,932,349.44	August 2034	1,175,096.14
July 2025	10,551,704.70	February 2030	3,856,082.89	September 2034	1,145,406.03
August 2025	10,370,797.87	March 2030	3,781,062.49	October 2034	1,116,246.13
September 2025	10,192,691.79	April 2030	3,707,269.40	November 2034	1,087,608.08
October 2025	10,017,345.32	May 2030	3,634,685.06	December 2034	1,059,483.64
November 2025	9,844,717.91	June 2030	3,563,291.16	January 2035	1,031,864.69
December 2025	9,674,769.58	July 2030	3,493,069.69	February 2035	1,004,743.24
January 2026	9,507,460.94	August 2030	3,424,002.87	March 2035	978,111.40
February 2026	9,342,753.14	September 2030	3,356,073.19	April 2035	951,961.40
March 2026	9,180,607.90	October 2030	3,289,263.38	May 2035	926,285.61
April 2026	9,020,987.48	November 2030	3,223,556.45	June 2035	901,076.49
May 2026	8,863,854.68	December 2030	3,158,935.64	July 2035	876,326.62
June 2026	8,709,172.82	January 2031	3,095,384.42	August 2035	852,028.69
July 2026	8,556,905.75	February 2031	3,032,886.53	September 2035	828,175.50
August 2026	8,407,017.86	March 2031	2,971,425.92	October 2035	804,759.96
September 2026	8,259,474.01	April 2031	2,910,986.79	November 2035	781,775.07
October 2026	8,114,239.57	May 2031	2,851,553.56	December 2035	759,213.96
November 2026	7,971,280.44	June 2031	2,793,110.88	January 2036	737,069.85
December 2026	7,830,562.96	July 2031	2,735,643.63	February 2036	715,336.05
January 2027	7,692,053.99	August 2031	2,679,136.90	March 2036	694,005.99
February 2027	7,555,720.83	September 2031	2,623,576.01	April 2036	673,073.18
March 2027	7,421,531.28	October 2031	2,568,946.48	May 2036	652,531.25
April 2027	7,289,453.58	November 2031	2,515,234.05	June 2036	632,373.90
May 2027	7,159,456.43	December 2031	2,462,424.66	July 2036	612,594.94
June 2027	7,031,508.98	January 2032	2,410,504.47	August 2036	593,188.28
July 2027	6,905,580.82	February 2032	2,359,459.83	September 2036	574,147.89
August 2027	6,781,641.98	March 2032	2,309,277.30	October 2036	555,467.86
September 2027	6,659,662.92	April 2032	2,259,943.62	November 2036	537,142.37
October 2027	6,539,614.52	May 2032	2,211,445.74	December 2036	519,165.67
November 2027	6,421,468.07	June 2032	2,163,770.79	January 2037	501,532.11
December 2027	6,305,195.28	July 2032	2,116,906.09	February 2037	484,236.11
January 2028	6,190,768.27	August 2032	2,070,839.15	March 2037	467,272.18
February 2028	6,078,159.55	September 2032	2,025,557.67	April 2037	450,634.93
March 2028	5,967,342.05	October 2032	1,981,049.51	May 2037	434,319.04
April 2028	5,858,289.05	November 2032	1,937,302.73	June 2037	418,319.25
May 2028	5,750,974.24	December 2032	1,894,305.55	July 2037	402,630.41

Aggregate Group I (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
August 2037	\$ 387,247.43	September 2038 . . .	\$ 212,923.73	October 2039	\$ 79,690.75
September 2037 . . .	372,165.30	October 2038	201,330.01	November 2039	70,900.26
October 2037	357,379.10	November 2038	189,974.51	December 2039	62,300.76
November 2037	342,883.96	December 2038	178,853.25	January 2040	53,888.99
December 2037	328,675.10	January 2039	167,962.31	February 2040	45,661.74
January 2038	314,747.81	February 2039	157,297.84	March 2040	37,615.86
February 2038	301,097.45	March 2039	146,856.03	April 2040	29,748.25
March 2038	287,719.45	April 2039	136,633.14	May 2040	22,055.85
April 2038	274,609.31	May 2039	126,625.49	June 2040	14,535.64
May 2038	261,762.60	June 2039	116,829.45	July 2040	7,184.67
June 2038	249,174.95	July 2039	107,241.44	August 2040 and thereafter	0.00
July 2038	236,842.07	August 2039	97,857.96		
August 2038	224,759.72	September 2039 . . .	88,675.53		

Aggregate Group II Planned Balances

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
Initial Balance	\$67,127,000.00	December 2013	\$44,298,311.47	January 2017	\$26,938,900.99
December 2010	66,570,697.08	January 2014	43,755,068.69	February 2017	26,540,544.28
January 2011	65,995,813.02	February 2014	43,216,334.57	March 2017	26,145,535.82
February 2011	65,403,117.44	March 2014	42,682,073.07	April 2017	25,753,848.73
March 2011	64,792,996.09	April 2014	42,152,248.43	May 2017	25,365,456.33
April 2011	64,165,847.44	May 2014	41,626,825.18	June 2017	24,980,332.17
May 2011	63,522,082.23	June 2014	41,105,768.12	July 2017	24,598,450.00
June 2011	62,862,123.01	July 2014	40,589,042.35	August 2017	24,219,783.79
July 2011	62,186,403.73	August 2014	40,076,613.20	September 2017	23,845,127.60
August 2011	61,495,369.21	September 2014	39,568,446.33	October 2017	23,475,929.67
September 2011	60,810,022.91	October 2014	39,064,507.62	November 2017	23,112,112.98
October 2011	60,130,319.50	November 2014	38,564,763.25	December 2017	22,753,601.60
November 2011	59,456,214.00	December 2014	38,069,179.66	January 2018	22,400,320.63
December 2011	58,787,661.78	January 2015	37,577,723.56	February 2018	22,052,196.23
January 2012	58,124,618.56	February 2015	37,090,361.90	March 2018	21,709,155.56
February 2012	57,467,040.40	March 2015	36,607,061.93	April 2018	21,371,126.81
March 2012	56,814,883.74	April 2015	36,127,791.11	May 2018	21,038,039.15
April 2012	56,168,105.33	May 2015	35,652,517.20	June 2018	20,709,822.74
May 2012	55,526,662.27	June 2015	35,181,208.19	July 2018	20,386,408.72
June 2012	54,890,512.00	July 2015	34,713,832.33	August 2018	20,067,729.16
July 2012	54,259,612.29	August 2015	34,250,358.12	September 2018	19,753,717.08
August 2012	53,633,921.26	September 2015	33,790,754.32	October 2018	19,444,306.45
September 2012	53,013,397.35	October 2015	33,334,989.91	November 2018	19,139,432.12
October 2012	52,397,999.32	November 2015	32,883,034.13	December 2018	18,839,029.88
November 2012	51,787,686.25	December 2015	32,434,856.47	January 2019	18,543,036.38
December 2012	51,182,417.58	January 2016	31,990,426.66	February 2019	18,251,389.18
January 2013	50,582,153.02	February 2016	31,549,714.65	March 2019	17,964,026.68
February 2013	49,986,852.63	March 2016	31,112,690.65	April 2019	17,680,888.15
March 2013	49,396,476.78	April 2016	30,679,325.10	May 2019	17,401,913.70
April 2013	48,810,986.14	May 2016	30,249,588.65	June 2019	17,127,044.28
May 2013	48,230,341.71	June 2016	29,823,452.22	July 2019	16,856,221.63
June 2013	47,654,504.78	July 2016	29,400,886.93	August 2019	16,589,388.35
July 2013	47,083,436.95	August 2016	28,981,864.14	September 2019	16,326,487.79
August 2013	46,517,100.13	September 2016	28,566,355.43	October 2019	16,067,464.11
September 2013	45,955,456.52	October 2016	28,154,332.62	November 2019	15,812,262.25
October 2013	45,398,468.63	November 2016	27,745,767.74	December 2019	15,560,827.91
November 2013	44,846,099.25	December 2016	27,340,633.04	January 2020	15,313,107.53

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
February 2020	\$15,069,048.32	September 2024	\$ 6,009,525.40	April 2029	\$ 2,139,755.85
March 2020	14,828,598.22	October 2024	5,905,169.06	May 2029	2,096,319.17
April 2020	14,591,705.88	November 2024	5,802,417.92	June 2029	2,053,592.29
May 2020	14,358,320.67	December 2024	5,701,248.67	July 2029	2,011,564.59
June 2020	14,128,392.67	January 2025	5,601,638.31	August 2029	1,970,225.60
July 2020	13,901,872.66	February 2025	5,503,564.18	September 2029	1,929,564.99
August 2020	13,678,712.09	March 2025	5,407,003.93	October 2029	1,889,572.59
September 2020	13,458,863.10	April 2025	5,311,935.53	November 2029	1,850,238.38
October 2020	13,242,278.48	May 2025	5,218,337.26	December 2029	1,811,552.48
November 2020	13,028,911.70	June 2025	5,126,187.70	January 2030	1,773,505.13
December 2020	12,818,716.86	July 2025	5,035,465.75	February 2030	1,736,086.74
January 2021	12,611,648.72	August 2025	4,946,150.59	March 2030	1,699,287.85
February 2021	12,407,662.64	September 2025	4,858,221.70	April 2030	1,663,099.12
March 2021	12,206,714.63	October 2025	4,771,658.85	May 2030	1,627,511.37
April 2021	12,008,761.30	November 2025	4,686,442.09	June 2030	1,592,515.53
May 2021	11,813,759.87	December 2025	4,602,551.75	July 2030	1,558,102.66
June 2021	11,621,668.16	January 2026	4,519,968.47	August 2030	1,524,263.97
July 2021	11,432,444.57	February 2026	4,438,673.11	September 2030	1,490,990.78
August 2021	11,246,048.08	March 2026	4,358,646.85	October 2030	1,458,274.54
September 2021	11,062,438.26	April 2026	4,279,871.10	November 2030	1,426,106.82
October 2021	10,881,575.22	May 2026	4,202,327.56	December 2030	1,394,479.31
November 2021	10,703,419.65	June 2026	4,125,998.17	January 2031	1,363,383.82
December 2021	10,527,932.77	July 2026	4,050,865.13	February 2031	1,332,812.28
January 2022	10,355,076.35	August 2026	3,976,910.90	March 2031	1,302,756.75
February 2022	10,184,812.70	September 2026	3,904,118.19	April 2031	1,273,209.38
March 2022	10,017,104.65	October 2026	3,832,469.93	May 2031	1,244,162.45
April 2022	9,851,915.54	November 2026	3,761,949.32	June 2031	1,215,608.34
May 2022	9,689,209.25	December 2026	3,692,539.78	July 2031	1,187,539.55
June 2022	9,528,950.14	January 2027	3,624,224.99	August 2031	1,159,948.69
July 2022	9,371,103.08	February 2027	3,556,988.82	September 2031	1,132,828.46
August 2022	9,215,633.43	March 2027	3,490,815.41	October 2031	1,106,171.69
September 2022	9,062,507.02	April 2027	3,425,689.11	November 2031	1,079,971.29
October 2022	8,911,690.18	May 2027	3,361,594.48	December 2031	1,054,220.29
November 2022	8,763,149.71	June 2027	3,298,516.32	January 2032	1,028,911.81
December 2022	8,616,852.87	July 2027	3,236,439.62	February 2032	1,004,039.07
January 2023	8,472,767.36	August 2027	3,175,349.61	March 2032	979,595.41
February 2023	8,330,861.36	September 2027	3,115,231.72	April 2032	955,574.23
March 2023	8,191,103.48	October 2027	3,056,071.58	May 2032	931,969.05
April 2023	8,053,462.78	November 2027	2,997,855.03	June 2032	908,773.49
May 2023	7,917,908.75	December 2027	2,940,568.11	July 2032	885,981.23
June 2023	7,784,411.30	January 2028	2,884,197.07	August 2032	863,586.08
July 2023	7,652,940.77	February 2028	2,828,728.33	September 2032	841,581.92
August 2023	7,523,467.92	March 2028	2,774,148.54	October 2032	819,962.72
September 2023	7,395,963.91	April 2028	2,720,444.49	November 2032	798,722.54
October 2023	7,270,400.31	May 2028	2,667,603.21	December 2032	777,855.52
November 2023	7,146,749.09	June 2028	2,615,611.89	January 2033	757,355.90
December 2023	7,024,982.61	July 2028	2,564,457.90	February 2033	737,217.99
January 2024	6,905,073.62	August 2028	2,514,128.79	March 2033	717,436.19
February 2024	6,786,995.26	September 2028	2,464,612.30	April 2033	698,004.98
March 2024	6,670,721.03	October 2028	2,415,896.34	May 2033	678,918.92
April 2024	6,556,224.82	November 2028	2,367,968.98	June 2033	660,172.65
May 2024	6,443,480.88	December 2028	2,320,818.48	July 2033	641,760.89
June 2024	6,332,463.83	January 2029	2,274,433.25	August 2033	623,678.43
July 2024	6,223,148.62	February 2029	2,228,801.87	September 2033	605,920.15
August 2024	6,115,510.59	March 2029	2,183,913.11	October 2033	588,480.98

Aggregate Group II (Continued)

<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>	<u>Distribution Date</u>	<u>Planned Balance</u>
November 2033	\$ 571,355.96	June 2035	\$ 299,550.75	January 2037	\$ 110,848.62
December 2033	554,540.17	July 2035	287,767.78	February 2037	102,773.05
January 2034	538,028.77	August 2035	276,209.73	March 2037	94,862.50
February 2034	521,817.01	September 2035	264,872.99	April 2037	87,114.28
March 2034	505,900.19	October 2035	253,754.01	May 2037	79,525.71
April 2034	490,273.68	November 2035	242,849.33	June 2037	72,094.18
May 2034	474,932.93	December 2035	232,155.49	July 2037	64,817.10
June 2034	459,873.44	January 2036	221,669.11	August 2037	57,691.94
July 2034	445,090.79	February 2036	211,386.86	September 2037	50,716.17
August 2034	430,580.62	March 2036	201,305.45	October 2037	43,887.34
September 2034	416,338.64	April 2036	191,421.64	November 2037	37,203.01
October 2034	402,360.60	May 2036	181,732.24	December 2037	30,660.79
November 2034	388,642.34	June 2036	172,234.11	January 2038	24,258.32
December 2034	375,179.76	July 2036	162,924.17	February 2038	17,993.28
January 2035	361,968.79	August 2036	153,799.35	March 2038	11,863.38
February 2035	349,005.46	September 2036	144,856.66	April 2038	5,866.36
March 2035	336,285.84	October 2036	136,093.13	May 2038 and thereafter	0.00
April 2035	323,806.04	November 2036	127,505.85		
May 2035	311,562.27	December 2036	119,091.96		

No one is authorized to give information or to make representations in connection with the Certificates other than the information and representations contained in or incorporated into this Prospectus Supplement and the additional Disclosure Documents. We take no responsibility for any unauthorized information or representation. This Prospectus Supplement and the additional Disclosure Documents do not constitute an offer or solicitation with regard to the Certificates if it is illegal to make such an offer or solicitation to you under state law. By delivering this Prospectus Supplement and the additional Disclosure Documents at any time, no one implies that the information contained herein or therein is correct after the date hereof or thereof.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved the Certificates or determined if this Prospectus Supplement is truthful and complete. Any representation to the contrary is a criminal offense.

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\$860,065,863



**Guaranteed REMIC
Pass-Through Certificates
Fannie Mae REMIC Trust 2010-142**

PROSPECTUS SUPPLEMENT



November 22, 2010
